

EXECUTIVE BOARD 2012
PRINCIPAL OFFICERS

CHAIRMAN
MR RAYMOND C M CHAN

IMMEDIATE PAST CHAIRMAN
MR MICHAEL W K CHAN

TREASURER
MS LYDIA K S LEUNG

SECRETARY
MS KATHLEEN K Y HO



HONORARY PATRON
LADY PAMELA YOUDE

PATRON
-VACANT-

HONORARY ADVISORS
THE HON ANDREW K N LI, CBE, GBM, JP
THE HON R J ARCULLI, GBM, GBS, CVO, OBE, JP
PROFESSOR LEUNG WAI SUN, OBE, JP
PROFESSOR BENJAMIN K T'SOU, BBS

LEGAL ADVISOR
DR CHRISTOPHER K Y WONG

FOUNDED IN 1992

14th Nov, 2013

Sir Edward Youde Scholars Association
[Revised] Notice of the SEYSA Annual General Meeting 2012-2013

Notice is hereby given that the ANNUAL GENERAL MEETING of SIR EDWARD YOUDE SCHOLARS ASSOCIATION (hereafter SEYSA) will be held at Royal Hong Kong Yacht Club, Kellett Island, Causeway Bay on Saturday, 14th December 2013 at 20:15 for the following purposes:

- I. To receive and adopt the agenda of AGM
- II. To receive and adopt the minutes of the AGM
- III. To receive the Annual Report 2012-2013 from the Executive Board
- IV. To receive and adopt the Financial Report for the year 2012-2013
- V. To elect the Executive Board of SEYSA for the Year 2013-2014
- VI. To endorse the Executive Board resolution on modifying the Memorandum and Articles of Association (*Direction of Amendment attached on next page*)
- VII. To appoint the auditors for the Year 2013-2014

Nomination should either be deposited at the office of chairman (the correspondence address of the Association) or email to nomination@seysa.org by no later than 30th November 2013. Any full member entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote in their stead. The instrument appointing proxy shall be in writing by the hand of the appointer, and shall be deposited at the said address one day prior to the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, and in default the instrument shall not be treated as valid. No instrument of proxy shall be valid after the expiration of twelve months from the date specific in it as the date of its execution. A proxy form accompanies this Notice.

All of you are cordially invited to join this Annual General Meeting, and your comments and suggestions will be much appreciated. Please RVSP by simply replying this e-mail, or contact Raymond Chan at 6295-7273, Michael Chan at 9306-7973 or Kathleen Ho at 9882-1094. We are eagerly looking forward to meeting you in AGM!

Sincerely yours,

Raymond CHAN
Chairman
Youder since 2006



Motion: Granting the coming session of Executive Board (2013-2014) all necessary authority to amend the company's M&A according to the following directions:

Direction of Amendment

1. To strengthen the manpower of Association in future sessions

Background: The number of new recipients for SEYMF scholarship and fellowship being given out every year has been decreasing since 2009. This has led to the reduction in numbers of incoming eligible Full Members, and the chances for Associate Members to become Full Members also decreases accordingly. The capacity to recruit new talents for to serve the Association is compensated.

- a. Setting up a pathway to promote Associate Members to Full Members
 - i. To increase the royalty of Associate Members and keep them in service, a pathway to promote Associate Members to Full Members is proposed.
 - ii. Long committed active Associate Members should have a prospect of Full Membership according to the new setup procedure.
 - iii. Any Associate Member who actively served any of the core committees (such as Operations Committee, Communications Committee etc.) for more than two consecutive years and upon completion of an undergraduate degree in any institute is eligible for nomination.
 - iv. A panel headed by Executive Board holds final decision for a candidate's the promotion to Full Membership.
 - b. Allowing Associate Members to be non-core Executive Board members
 - i. To better facilitate communication with Associate Members and increase their loyalty to the Association, eligibility for Associate Members to become non-core officer members of the Executive Board is proposed.
2. To maintain efficiency of the Executive Board by appointing and reappointing core members

Background: For various reasons, Members of Executive Board may have difficulties in attending board meeting or maintain committed for the full term of appointment after election. This results in reduced efficiency in the operation of Association. Re-election of any Board Members requires EGM agreement, of which the procedures are inefficiently time consuming for the purpose of re-election.

- a. New Executive Board requirement, composition, and election methods
 - i. It is suggested all the members of Executive Board, with the exception of chairmanship, be subject to appointment. A new appointment method where only the chairman is elected in the AGM is proposed. The elected chairmen will then appoint other core member of the Executive Board as he sees fit. Reappointment will be carried when members do not commit as expected. This will keep the Executive Board fully in function throughout each term.

3. To keep better communication with past exco and chairman

Background: A Steering Committee was formed two years ago to give advice and direction to Executive Board, as well as to organise functions with past excos, and has proved valuable in these respects. Membership of the committee is limited to past chairmen, with the current chairman as ex-officio. The president of the steering committee will appoint a secretary for the committee.

- a. Add the Steering Committee into M&A officially
- b. Add the Chairman Emeritus into M&A officially
 - i. To honour Past Chairmen who continue to provide significant support to the Association, the Executive Board may pass a resolution to grant one the permanent title of Chairman Emeritus.

4. To fulfill the requirement for the application to Section 88

Background: Agreement for application to the Section 88 has always been achieved in the previous AGM. Statements in the M&A in conflict to the application must be amended.

- a. Representatives from the SEYMF council should no longer be able to serve as an Executive Board Member
 - i. The original notion of having SEYMF council representation was to facilitate communication between the two sides. However, it is evident that representatives are seldom able to attend regular meetings and take up a directorship in the company. Furthermore, as the council is appointed by the government and not a company entity, this arrangement is in direct conflict with the requirements of the Section 88. Therefore, representatives from the SEYMF council will no longer be eligible for appointment as Executive Board Members in M&A.

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SIR EDWARD YOUDE SCHOLARS ASSOCIATION

ANNUAL GENERAL MEETING 2012-2013

at 8:15 p.m., 14th December, 2013

Royal Hong Kong Yacht Club, Kellett Island, Causeway Bay

Agenda

1. To appoint the Chairman and Secretary of the AGM
2. To adopt the Agenda of the AGM
3. To receive and adopt the Annual Report 2012-2013 from the Executive Board
4. To receive and adopt the Financial Report for the year 2012-2013
5. To elect the Executive Board of SEYSA for the Year 2013-2014
6. To endorse the Executive Board resolution on modifying the M&A of Association
7. To appoint auditors for the Year 2013-2014
8. To Discuss Any Other Business
9. To adjourn the meeting



Sir Edward Youde Scholars Association
Annual General Meeting 2012 – 2013 Proxy Form

I _____ (Full name of Appointer), being a full member of the Association, hereby appoint _____ (Full Name of Appointee) as my proxy to vote for me on my behalf at the Annual General Meeting of the Association to be held on the 14th December 2013 at 20:15 and at any adjournment thereof.

Signature

Notes:

- Full names to be inserted in BLOCK CAPITALS.
- This form of proxy must be signed by the appointer.
- To be valid, this form of proxy can either be deposited at the office of chairman (the correspondence address of the Association) or email to agm@seysa.org, before the time appointed for taking of the poll. This form of proxy shall not be valid after the expiration of twelve months from the dated named in it as the date of its execution.
- The proxy is preferably, but not restricted to, be a member of the Association.
- Any alteration made in this form of proxy must be initially by the person who signs it.
- You may consider appointing any person below, whose attendance to the AMG is ensured, to be your proxy in case you do not have a proxy desired:

Name	Remarks
CHAN Wai Keung Michael	Chairman of SEYSA EBoard 2009-2010, 2010-2011
CHAN Ching Man Raymond	Chairman of SEYSA EBoard 2011-2012, 2012-2013

OFFICE OF THE CHAIRMAN: UNIT 702, 7/F, 45 KIMBERLEY ROAD, TSIM SHA TSUI, HONG KONG SAR